

MEMO ENDORSED

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May 1, 2024

Hon. Jessica G. L. Clarke
United States District Court
Southern District of New York
500 Pearl Street, Room 1040
New York, NY 1007

Re: **Saba Capital Master Fund, Ltd., et al. v. ASA Gold and Precious Metals, Ltd., et al., No. 24-cv-690**

Dear Judge Clarke,

Pursuant to your Honor's Individual Rule 2e, the parties in the above-captioned action jointly request that the Court adjourn the initial pretrial conference scheduled for **May 9 at 11:00 a.m.**, and the associated deadline for submission of materials in advance of the conference. The parties further jointly request that the Court order that Defendants are not required to move, answer, or otherwise respond to the Complaint (ECF No. 1) until the parties confer regarding a potential Amended Complaint and submit a proposed schedule for responding to any such complaint.

In the Complaint, Plaintiffs Saba Capital Management, L.P. and Saba Capital Master Fund, Ltd. (collectively, "Saba") allege that Defendants ASA Gold and Precious Metals, Ltd. ("ASA") and its Board of Directors violated the Investment Company Act of 1940 by adopting a limited-duration shareholder rights plan in December 2023. In accordance with the Court's prior Notice of Initial Pretrial Conference (ECF No. 7), the parties conferred and were prepared to submit an agreed schedule for briefing dispositive motions (with discovery to be stayed pending resolution of those motions), together with the case management form and joint letter required by the Court.

However, due to recent events, Saba anticipates that it will amend its Complaint. Specifically, on April 29, 2024, ASA announced the adoption of another limited-duration shareholder rights plan.

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Respectfully, the parties believe that the most efficient way to proceed is for the parties to confer regarding a time for Saba to file an Amended Complaint and a new schedule for dispositive motions, and to submit the materials required by the Court in connection with the initial pretrial conference. Consistent with the Court's Individual Rules, the parties will also indicate at that time whether they believe it will be necessary to hold an initial pretrial conference at all; given the anticipated agreement on scheduling issues, the parties expect that a conference will not be necessary.

The parties appreciate the Court's attention to this matter.

Respectfully,

/s/ Mark Musico

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Zach Fields (*appearance forthcoming*)
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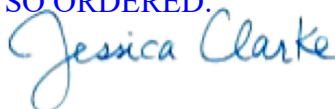
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Application GRANTED. The initial pretrial conference, previously scheduled for May 9, 2024 at 11:00 a.m., is adjourned *sine die*. The parties are directed to file their proposal, along with the materials required by the Court in connection with an initial pretrial conference, by **May 9, 2024**. The Clerk of Court is directed to terminate ECF No. 10.

Dated: May 2, 2024
New York, New York

SO ORDERED.



JESSICA G. L. CLARKE
United States District Judge